

**In the Claims:**

Please amend the claims as follows (the changes in these Claims are shown with ~~strikethrough~~ for deleted matter and underlines for added matter). A complete listing of the claims proper claim identifiers is set forth below.

1. (Previously Presented) A hands-free, comprising:
  - a sensor;
  - a motor;
  - a pilot valve;
  - a gear train operatively connecting said motor to said pilot valve, wherein said motor opens said pilot valve when an activation signal is received from the sensor
  - an arm operatively coupled to the gear train, said arm being configured to lock and unlock said pilot valve to allow fluid to flow continuously beyond a predetermined period of time; and
  - an override control operatively coupled to said arm, wherein said override control is capable moving said arm between said locked and unlocked configurations.
2. (Previously Presented) The hands-free faucet of claim 1, wherein the sensor comprises a proximity sensor.
3. (Previously Presented) The hands-free faucet of claim 1, wherein said motor operates on a direct current.
4. (Canceled)
5. (Previously Presented) The hands-free faucet of claim 1, wherein the gear train comprises a spur gear having a stem coupled to an outer surface that limits the travel of the pilot.
6. (Original) The hands-free faucet of claim 5, wherein the limits of travel of the pilot are established in part by side surfaces of a strike plate.

7. (Previously Presented) The hands-free faucet of claim 1, further comprising a mixing valve coupled to the pilot valve.

8. (Previously Presented) The hands-free faucet of claim 1, further comprising a diaphragm coupled to the pilot valve and in contact with a volume of fluid on a portion of an inlet and an outlet surface.

9-13. (Cancelled)

14. (Currently Amended) The proximity faucet of claim 13, A proximity faucet, comprising:

a sensor;

a pilot valve assembly that dispenses fluids when an activation signal is received from the sensor, the pilot valve assembly comprising a Direct Current motor;

an arm coupled to the pilot valve assembly, said arm being configured to prevent or allow movement of a diaphragm positioned below the pilot valve assembly; and

an override control operatively coupled to said arm, wherein said override control is capable of moving said arm to prevent or allow movement of said diaphragm;

wherein said Direct Current motor is coupled to a shaft, coupled to a cam, coupled to a cam follower, coupled to a gear train and

wherein the cam follower has a P-shaped cross-section and wherein the cam is disposed within an orifice passing through the cam follower.

15. (Currently Amended) The proximity faucet of claim 10 14, further comprising a mixing valve that dispenses fluids to a preset or an adjustable temperature.

16 -20. (Canceled)